

SUPPLEMENTARY INFORMATION

Year ended December 31, 2015

(Under SGX-ST Listing Manual requirements)

A. Directors' and Key Executives' Remuneration Earned for the Year

Summary compensation table for the year ended December 31, 2015

Name of Director	Fair value of share-based compensation					
	Salary ¹ S\$'000	Bonus earned S\$'000	the year ³ S\$'000	Directors' fees		Brought forward bonus bank ² S\$'000
				Cash-based ⁴ S\$'000	Share-based ⁵ S\$'000	
Payable by Company						
Ang Kong Hua	–	–	–	525	225	–
Tang Kin Fei	1,190	1,534	1,726	–	–	3,303
Goh Geok Ling (retired on April 21, 2015)	–	–	–	64	–	–
Evert Henkes (retired on April 21, 2015)	–	–	–	78	–	–
Bobby Chin Yoke Choong	–	–	–	152	65	–
Margaret Lui ⁴	–	–	–	135	58	–
Tan Sri Mohd Hassan Marican	–	–	–	126	54	–
Tham Kui Seng	–	–	–	122	52	–
Dr Teh Kok Peng	–	–	–	136	58	–
Ajaib Haridass	–	–	–	123	53	–
Neil McGregor ⁴	–	–	–	96	41	–
Nicky Tan (appointed on November 1, 2015)	–	–	–	12	5	–
Payable by Subsidiaries						
Tang Kin Fei ⁴	–	–	–	293	88	–
Tan Sri Mohd Hassan Marican	–	–	–	420	180	–
Ajaib Haridass	–	–	–	247	106	–
Tham Kui Seng	–	–	–	35	–	–

Name of Key Executive	Fair value of share-based compensation					
	Salary ¹ S\$'000	Bonus earned S\$'000	the year ³ S\$'000	Directors' fees		Brought forward bonus bank ² S\$'000
				Cash-based ⁴ S\$'000	Share-based ⁵ S\$'000	
Tan Cheng Guan ⁴	660	911	578	3	–	1,580
Koh Chiap Khiong ⁴	586	982	578	201	71	1,533
Ng Meng Poh ⁴	611	652	578	47	–	1,755
Wong Weng Sun	926	(2,699)	863	–	–	6,820
Kelvin Teo ⁴	412	184	432	10	–	347

(Under SGX-ST Listing Manual requirements)

A. Directors' and Key Executives' Remuneration Earned for the Year (cont'd)

Notes:

- The amount shown is inclusive of basic salary, fixed allowances, AWS and other emoluments.
- The Brought Forward Bonus Bank is the outstanding balance of bonus as at December 31, 2015 (incorporating any adjustment made to the bank balance but excluding the bonus earned during the financial year). Typically, one-third of the accumulated bonus comprising Bonus Earned in the financial year and the Brought Forward Bonus is paid out in cash each year, with the balance being carried forward to the following year. The balances of the bonus bank in future will be adjusted by the yearly EVA performance of the Group and its subsidiaries and the payouts made from the Bonus Bank.
- The fair value of the share plans granted for the year is disclosed. The shares granted to key executives are contingent upon meeting performance measures. If these performance measures are not met, the key executive will not be vested with any shares.
- Directors' fees for Margaret Liu are payable to Azalea Asset Management Pte Ltd. Directors' fees for Neil McGregor are payable to Temasek International Pte Ltd. Directors' fees for Nicky Tan are payable to Tan Kok Wah and Tee Min Foundation Ltd. Directors' fees in cash from subsidiaries for Mr Tang Kin Fei, Mr Tan Cheng Guan, Mr Koh Chiap Khiong and Mr Ng Meng Poh are payable to SCL. Directors' fees in cash from subsidiaries for Mr Kelvin Teo are payable to Sembcorp Parks Management Pte Ltd.
- To align the interests of the non-executive directors with the interests of shareholders, up to 30% of the aggregate directors' fees approved by shareholders for a particular financial year may be paid out in the form of restricted share awards under the Sembcorp Industries Restricted Share Plan 2010.

From 2011, the awards granted under the Sembcorp Industries Restricted Share Plan 2010 to all directors as part of their directors' fees (except for Mr Tang Kin Fei, who is the Group President & CEO, and who does not receive any directors' fees) will consist of the grant of fully paid shares outright with no performance and vesting conditions attached, but with a selling moratorium. Non-executive directors are required to hold shares (including shares obtained by other means) worth at least one-time the annual base retainer (currently S\$75,000); any excess may be sold as desired. A non-executive director can dispose of all of his shares one year after leaving the Board.

The actual number of shares awarded to each non-executive director will be determined by reference to the volume-weighted average price of a share on the SGX-ST over the 14 trading days from (and including) the day on which the shares are first quoted ex-dividend after the AGM (or, if the resolution to approve the final dividend is not approved, over the 14 trading days immediately following the date of the AGM). The number of shares to be awarded will be rounded down to the nearest hundred and any residual balance will be settled in cash. A non-executive director who steps down before the payment of the share component will receive all of his director's fees for the year (calculated on a pro-rated basis, where applicable) in cash.

Details on the share options, performance shares and restricted shares granted to the directors are set out in the Share-based Incentive Plans of the Directors' Statement.

SUPPLEMENTARY INFORMATION

Year ended December 31, 2015

(Under SGX-ST Listing Manual requirements)

B. Interested Person Transactions

Interested person transactions carried out during the financial year which fall under Chapter 9 of the Listing Manual of the Singapore Exchange Securities Trading Limited (SGX-ST) are as follows:

Aggregate value of all interested person transactions conducted under shareholders' mandate pursuant to Rule 920 of the SGX-ST Listing Manual (excluding transactions less than S\$100,000)	
2015	
S\$'000	
Sale of goods and services	
Temasek Holdings (Private) Limited and its Associates	
– Accuron Technologies Limited and its Associates	1,424
– Mapletree Investments Pte Ltd and its Associates	3,041
– PSA International Pte Ltd and its Associates	6,328
– Singapore Power Limited and its Associates	11,671
– Singapore Technologies Telemedia Pte Ltd and its Associates	260
– Temasek Capital (Private) Limited and its Associates	9,306
– Wildlife Reserves Singapore Pte Ltd and its Associates	3,091
	35,121
Olam International Ltd and its Associates	910
Starhub Ltd and its Associates	8,769
SATS Ltd and its Associates	132
Singapore Airlines Limited and its Associates	4,944
Singapore Technologies Engineering Ltd and its Associates	18,562
STATS ChipPAC Ltd and its Associates	379
	68,817
Purchase of goods and services	
Temasek Holdings (Private) Limited and its Associates	
– Mapletree Investments Pte Ltd and its Associates	3,124
– Singapore Power Limited and its Associates	4,930
– Temasek Capital (Private) Limited and its Associates ¹	579,887
	587,941
Singapore Technologies Engineering Ltd and its Associates	441
	588,382
Management and support services	
Temasek Holdings (Private) Limited and its Associates	
– Temasek Capital (Private) Limited and its Associates	3,039
Total interested person transactions	660,238

Note:

- This relates mainly to the purchase of gas by Sembcorp Cogen Pte Ltd from Sembcorp Gas Pte Ltd for the generation of electricity. Sembcorp Gas Pte Ltd is 30% owned by Seletar Investments Pte Ltd, a wholly-owned subsidiary of Temasek Holdings (Private) Limited.